SPECIAL MEETING
BOARD OF DIRECTORS
UNITED ARTISTS CORPORATION
JANUARY 8, 1931.

A special meeting of the Board of Directors of the United artists Corporation was held on January 8th, 1931, at the offices of said Corporation, 729 Seventh Avenue, in pursuance with notices sent out by the Secretary in conformity with the by-laws. Those present were:

HIRAM ABRAMS — PRESIDENT
NATHAN BURKAN
A.H.T.BANZHAF
DENNIS F. O'BRIEN

also Mr. M.E.Prager was in attendance, and Mr. Banzhaf acted as Secretary while Mr. Hiram Abrams took the chair.

Mr. O'Brien reported that Mr. Greenhill had failed to comply with the terms and provisions of his contract with the United Artists Corporation, dated July 30th, 1930 as amended October 31st, 1930 by Supplemental Agreement; whereupon the motion was made, seconded and unanimously adopted that said contract be considered terminated and ended and that such information be sent to Morris Greenhill at 37-39 Oxford St., London, England, and to F.M.Guedella, custodian of the prints of the principals; also that Mr. Greenhill be requested to turn over to Mr. Guedella the positive prints of the Fairbanks and Pickford pictures: Also that cables be sent accordingly forthwith and followed by letters.

Mr. O'Brien reported certain suggestions which were made by Mr. J. Godsol of the Goldwyn Pictures Corporation relative to the distribution of the Productions of the United Artists Corporation and those of the Goldwyn Pictures Corporation. These suggestions were not received with approval by the members of the Board of Directors.

Various reports were brought to the attention of the members of the Board of Directors regarding certain negotiations which were begun by the Associated Producers through Mack Sennett, for the distribution of the Pictures released by both the United Artists Corporation and the Associated Producers. It was the opinion of those present that they would not approve of the consummation of such negotiations in keeping with the reports which were before the members of the Board.

Mr. Albert H. T. Banzhaf, representing the interest of Mr. David W. Griffith, stated that certain offers had been made to Mr. Griffith relative to marketing "WAY DOWN EAST" in Canada, and that it might be possible for this corporation to obtain the marketing of "WAY DOWN EAST" in the Dominion of Canada; whereupon, Mr. Banzhaf agreed to ascertain from Mr. Griffith what arrangement would be acceptable to him which would permit of the United Artists Corporation distributing this picture in the Dominion of Canada in the near future, and to communicate the same to Hiram Abrams who would take the matter up with the stockholders of the corporation in Los Angeles.

Albert H. T. Banzhaf
Sec

[5 Feb. 1921]

MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS

of

UNITED ARTISTS CORPORATION

A special meeting of the Board of Directors of the United Artists Corporation was held at the office of the corporation on the 5th day of February, A.D. 1921, pursuant to the provisions of the by-laws relative to the calling and holding of a special meeting.

PRESENT: HIRAM ABRAMS
NATHAN BURKAN
ALBERT H.T. BANZHAF
DENNIS F. O'BRIEN

Being four of the five directors of the corporation. Mrs. Charlotte Pickford was reported as being in Los Angeles, California, and hence, could not attend.

Mr. Max Prager was in attendance.

Mr. Abrams acted as Chairman of the meeting and Mr. Banzhaf as Secretary.

The minutes of the previous special meetings of the Board of Directors, to wit, the meeting held on December 6th, 1920 and January 6th, 1921 were read, and with certain modifications that were noted they were approved.

Mr. Abrams reported to the meeting his attendance at a meeting of those interested in the motion picture industry to provide ways and means to defend the industry against prejudicial regulations sought on behalf of reformers relative to preventing the exhibition of motion pictures on Sunday and against censorship law in the various states throughout the United States. He stated that he had agreed to contribute the sum of $2500, towards a fund, not to exceed $150,000., which was being raised for that purpose. The matter was given serious consideration by those present, and the letter from the Secretary of the association entrusted with the duty of collecti these funds, was read, in which he asked for a weekly contribution o

one-half of one percent of the gross receipts of the corporation. This, the directors refused to do.

A resolution was made, seconded and unanimously adopted that the corporation contribute the sum of $2500. for the purposes above mentioned, at the rate of $500. per week.

Mr. O'Brien submitted to the meeting copies of the various communications sent to and received from Mr. Guedella, who has been acting for the corporation in its business relations with Mr. Morris Greenhill, and also reported the results of the conferences between Mr. Abrams and himself on the one part, and Douglas Fairbanks, Mary Pickford, and Charles Chaplin while in Los Angeles, and their destre to market the pictures now being marketed by the United Artists Corporation in this country, in so far as contractual relations with the owners of each of the pictures would permit those pictures, in foreign territory; whereupon, a resolution was made, seconded and unanimously adopted that Mr. O'Brien be authorized to return to David W. Griffith, Douglas Fairbanks and Mary Pickford respectively, the contracts which they had signed with Morris Greenhill, of which the United Artists Corporation had been the procuring cause, subject to its contract with Morris Greenhill, and that Hiram Abrams and Dennis F. O'Brien be a committee authorized and empowered to proceed with the organizing of a corporation in England to market the motion pictures in the British Isles, and that Hiram Abrams in his position as President of this corporation, be authorized and empowered to select the personnel of the officials and the employees of that corporation, subject to the approval of the Board of Directors of this corporation.

Mr. Abrams reported to the meeting the wishes of the stockholders relative to marketing their pictures in Cuba; whereupon, a resolution was made, seconded and unanimously adopted that a representative of the corporation be sent to Cuba to open and maintain

an office there for the marketing of the United Artists pictures in Cuba.

Mr. O'Brien read a telegram from John Fairbanks requesting the payment of the traveling and hotel expenses of Robert Fairbanks and Theodore Reed, providing the Douglas Fairbanks Pictures Corporation paid the salaries of these two persons to visit Mexico and investigate the motion picture conditions for the purpose of enabling the United Artists Corporation to determine the best method of marketing their pictures in Mexico.

A resolution was made, seconded and unanimously adopted authorizing such expenditure, but to suggest that Walter S. Rand, a representative of United Artists Corporation in Los Angeles, be substituted for Mr. Reed. In the event of this not being agreeable to Mr. Fairbanks, the approval of the selection of the person to accompany Mr. Robert Fairbanks is left with Mr. Abrams.

Mr- O'Brien reported concerning Mr. Abrams' and his conferences with Charles Bryant, manager of Madame Nazimova and Madame Nazimova, Will Rogers, and with the representative of the Associated Producers. No definite agreements had been arrived at with any or all of them.

Mr. Abrams and Mr. O'Brien reported orally their various activities while in California, and their reports were accepted and approved.

A letter was read from Thomas J. McAvoy, the manager of the Minneapolis exchange, showing that he had refused an offer of considerable more money than he is now receiving from the United Artists Corporation, and also mentioning that he had made a contract of marriage; and as evidence of appreciation of the good will towards the corporation shown by Mr. McAvoy and recognition of his marriage, a resolution was made, seconded and unanimously adopted

that the President be authorized to purchase and give to Mr. and Mrs. McAvoy a wedding gift to be accompanied with a proper letter on behalf of the Board of Directors.

Mr. Abrams and Mr. Banzhaf both reported that the negotiation started relative to United Artists Corporation marketing "WAY DOWN EAST" in the Dominion of Canada had not resulted in any agreement.

No further business coming before the meeting, the meeting adjourned.

A. Abrams T. Banzhaf

Secretary

MINUTES OF REGULAR MEETING OF BOARD OF DIRECTORS

OF UNITED ARTISTS CORPORATION HELD

FEBRUARY 15, 1921.

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At the regular meeting of the Board of Directors of the United Artists Corporation, held at offices of said Corporation, 729 - 7th Avenue, on February 15th, 1921, at 4 o'clock P.M., the following were present:-

HIRAM ABRAMS	PRESIDENT
A.H.T.BANZHAF	
D.F.O'BRIEN	
NATHAN BURKAN	
M.E.PRAGER	

Mr. Abrams acted as Chairman, and Mr. Banzhaf as Secretary of the meeting.

The minutes of the former meeting were read and accepted.

Mr. O'Brien read the telegram which he had received from Douglas Fairbanks relative to negotiations for the distribution of three motion pictures made and produced by George Arliss; himself to play leading-male or star part, and Mr. O'Brien was requested to provide proper contract and submit same to Arliss' attorney.

Mr. Abrams reported concerning cable he had received from Mr. Faulkner in London, relative to his becoming Director of Publicity for the foreign company which is about to be organized, for the marketing of our Productions in the British Isles. The proposition in said telegram was rejected and Mr. Abrams was instructed to write Mr. Faulkner accordingly in answer to his cable.

Mr. Abrams also reported regarding the Selznick Feature Picture which might be procured by this Corporation, and he was instructed to arrange an appointment when this Picture could be seen by the Board of Directors.

Mr. O'Brien and Mr. Abrams were appointed a committee to proceed with arrangements for the organization of a company, in accordance

with the laws of Great Britain, to market and turn to account our Productions in the British Isles. It was agreed that they might use such part as they deemed necessary, of the monies in the Guarantee Trust Company in the name of this Corporation, and received from Mr. Greenhill - pursuant to the contract between Mr. Greenhill and this Corporation, which contract Mr. Greenhill defaulted.

Mr. Banzhaf stated that Mr. Griffith would not enter into a contract for the present, to market his Productions in the British Isles; however, Mr. Griffith was agreeable that the aforesaid monies deposited in the Guarantee Trust Company might be used to organize and finance such Foreign Corporations.

Mr. Burkan made a similar statement with reference to Mr. Charles Chaplin.

Resolution was made, seconded and carried that the United Artists Corporation be re-imbursed from the aforestated deposit in the Guarantee Trust Company, for all expenditures made by this Corporation relative to the aforesaid contract made with Mr. Greenhill, including expenses incurred by Mr. Abrams, President, and Mr. O'Brien, Consul, by their trip to Europe and return; also transportation of prints, cost of cables and telegrams, employment and payment of consul in London and that portion of Mr. O'Brien's salary which was paid by the United Artists Corporation for the time he spent in connection with the European trip.

Mr. O'Brien was authorized to negotiate for attorneys for this foreign organization, to take care of the copyrighting of our Pictures in those territories.

Mr. Abrams and Mr. O'Brien were authorized to negotiate, as committee, contract for motion picture based upon the "Tailor Made Man" also contracts for George Arliss and for Rex Beach Productions.

Mr, O'Brien was authorized to prepare proper instructions for Messrs Guedella, Jacobson & Spyer relative to the organization of the

It was moved, seconded and adopted that the name Allied Artists Company, Ltd., be used as name of the foreign corporation which is being organized.

There being no further business, the meeting adjourned.

Albert W. Banfield

Secretary.

MINUTES OF REGULAR MEETING
of the
BOARD OF DIRECTORS
of the
UNITED ARTISTS CORPORATION.

- - - - - - - - -

Held on March 15th, 1921, at 4 o'clock P.M.

PRESENT:
HIRAM ABRAMS
ALBERT H.T.BANZHAF DIRECTORS
DENNIS F. O'BRIEN

In attendance:

M.E.Prager.

During the meeting Mr. Burkan communicated by telephone and a summary of the matters that were to be considered at the meeting were communicated to him.

Mr. Abrams acted as Chairman of the meeting, and Mr. Banzhaf, as Secretary.

The minutes of the former meeting were read and approved.

Mr. O'Brien reported on the negotiations relative to the distribution of the pictures of George Arliss;also Rex Beach.

Mr. Abrams and Mr. O'Brien reported concerning negotiations for the distribution of a motion picture to be based upon "Peg O' My Heart".

Mr. Abrams reported on negotiations for the picture "A DOLL HOUSE" by Nazimova.

Mr. O'Brien read to the meeting the letter of instructions which he had given to Mr. Abraham C. Berman, addressed to Guedella, Jacobson and Spyer, relative to the organization of the Allied Artists Company Ltd., which is to market various pictures in the British Isles, that are marketed by the United Artists in this country, and the resolution was made, seconded and unanimously adopted confirming those directions.

Mr. Abrams stated to the meeting that it would be advisable to market in connection with Cuba, our pictures in Haiti, Jamaica, Porto Rico, Leeward Isles, Windward Isles and the Bahamas, and the resolution was made, seconded and unanimously adopted, authorizing Mr. Abrams to negotiate with the artists for the right to market their pictures in the additional territory pursuant to the provisions of the existing contracts.

Mr. Abrams and Mr. Banzhaf reported concerning the progress that was being made by the N.A. of M.P.Producers, relative to the threatened censorship laws of various states, also about the request of such association that the producer of each motion picture contribute the sum of Five Hundred Dollars($500) towards the Censorship Fund. The resolution was made, seconded and unanimously adopted that the President be authorized to contribute the sum of Five Hundred Dollars($500)for five pictures, reserving the right to cease to contribute further thereafter.

The question of marketing the pictures of the artists in South America was considered at length, and Mr. Abrams was authorized to negotiate with the so-termed Fox Organization relative to using the exchanges of the Fox Organization in South America, with our own employees and officials to market the pictures of the artists in that territory, and report same at a subsequent meeting.

The question of marketing the pictures of the artists in other foreign countries was considered, and the resolution was made, seconded and unanimously adopted, authorizing Mr. Abrams to negotiate with the artists for the right to market their pictures in the additional territory, pursuant to the provisions of existing contracts.

Mr. Abrams is to report the results of this negotiation to the directors of the subsequent meeting.

No further business coming before the meeting, the meeting adjourned.

Albert W. Barnhart
Secretary

The annual meeting of the stockholders of UNITED ARTISTS CORPORATION, was held at the office of the Company, 729 Seventh Avenue, in the Borough of Manhatta, New York City, on the 4th day of April, 1921, at 3 o'clock P.M.

The meeting was called to order and presided over by the President, Mr. Hiram Abrams. Mr. Albert H. T. Banshaf, Secretary of the Corporation, acted as Secretary of the meeting.

The Secretary called the roll of stockholders and reported that out of a total of 4,000 shares, issued and outstanding, there were present in person or by proxy, stockholders holding 4000 shares, being more than a majority of such stock. The Secretary also reported that the proxies on file with him had been examined and found to be correct. The following is a summary of the various representations by proxy:

DOUGLAS FAIRBANKS by DENNIS F. O'BRIEN;

GLADYS MARY FAIRBANKS, known as Mary Pickford, by DENNIS F. O'BRIEN;

CHARLES CHAPLIN was represented by MAYER BOSKAN;

D. W. GRIFFITH, INC., was represented by ALBERT H. T. BANSHAF, its Secretary.

The Secretary also presented an affidavit showing that a copy of the notice of this meeting had been mailed at least ~~thirty~~ days previous to the meeting, in accordance with the by-laws. Upon motion duly made, seconded and unanimously adopted, the report of the Secretary was accepted and the affidavit was ordered placed on file.

The President's annual report was presented to the meeting, and upon motion duly made, seconded and unanimously adopted, it was ordered placed on file.

The Treasurer's annual report was presented to the meeting, and upon motion duly made, seconded and unanimously adopted, it was ordered placed on file.

The Chairman then announced that the meeting would proceed to the election of directors for the ensuing year. Mr. Paul N. Lazarus and Miss Mary W. Rusk the inspectors of election, duly subscribed and verified the oath of office required by statute, and entered upon the discharge of their duties. The election being held by ballot showed that Messrs. BURKAN, BANZHAF, ABRAMS and O'BRIEN and Mrs. CHARLOTTE PICKFORD received a plurality of all the votes cast, and the Chairman thereupon declared the aforesaid persons to be duly elected directors of the company for the ensuing year.

The meeting then proceeded to elect two inspectors of election for the ensuing year, and MR. PAUL N. LAZARUS and MISS MARY W. RUSK having received a plurality of all the votes cast were declared by the Chairman to be duly elected inspectors of election for the ensuing year.

There being no further business before the meeting, on motion duly made, seconded and unanimously adopted, the meeting was adjourned.

Albert W. Banzhaf
Secretary.

APPROVED:

Abram Abrams
Chairman.

UNITED ARTISTS CORPORATION organized under the

LAWS OF DELAWARE

ALPHABETICAL LIST OF STOCKHOLDERS

At closing of books on the 26th day of March, 1921.

NAME	Residence	SHARES Common	Preferred
Charles Chaplin	Los Angeles, Calif	1000	300
Douglas Fairbanks	Los Angeles, Calif.	1000	300
Gladys Mary Fairbanks	Los Angeles, Calif.	1000	300
D. W. Griffith, Inc.	New York City, N.Y.	1000	300
United Artists Corporation,	New York City, N.Y.	1000	---
		5000	1200

Correct:

Albert W. Hamilton

Secretary.

STATE OF NEW YORK)
: SS
COUNTY OF NEW YORK)

LAURENCE L. CASSIDY being duly sworn deposes and says:

He is over the age of 21 years and that on the 28 day of March, 1921, he mailed a copy of the notice of the annual meeting of the stockholders of UNITED ARTISTS CORPORATION, a duplicate of which is attached hereto, to the following stockholders at the following address:

Mary Pickford, c/o Mary Pickford Film Corporation, Los Angeles, Cal.

Douglas Fairbanks, c/o Douglas Fairbanks Pictures Corporation, Los Angeles, Cal.

Charles Chaplin, c/o Charles Chaplin Studios, Hollywood, Cal.

David W. Griffith, 1476 Broadway, New York City.

That said copies were mailed by depositing a true copy thereof in the United States mail at the post office box in the Fitzgerald Building, Borough of Manhattan, New York City, in a securely closed wrapper with the postage thereon prepaid, the above address being the last designated address of each of the stockholders above named.

Laurence L. Cassidy

Sworn to before me this
4th day of April, 1921.

Edward C. Roffey
Notary Public
N.Y. Co. #284

Mailed Mar 23/21

NOTICE is hereby given that the annual meeting of stockholders of UNITED ARTISTS CORPORATION will be held at the offices of the Company, 729 Seventh Avenue, Borough of Manhattan, City of New York, on the 4th day of April, 1921, at 3 o'clock in the afternoon of that day, for the purpose of electing directors for the ensuing year, and inspectors of election to serve at the next annual meeting, and for the transactions of such other business as may properly come before the said meeting.

Dated, New York, March 23rd, 1921.

Albert H. T. Banzhaf,
Secretary.

To Mary Pickford
Douglas Fairbanks
David Wark Griffith
Charlie Chaplin

STATE OF NEW YORK)
: SS:
COUNTY OF NEW YORK)

WE, the undersigned inspectors of election, duly appointed to act at the meeting of the stockholders of UNITED ARTISTS CORPORATION, to be held on the fourth day of April, 1921, being severally duly sworn, do depose and say, and each for himself deposes and says that he will faithfully execute the duties of inspector at such meeting with strict impartiality and according to the best of his ability.

Severally sworn to before me
this 4th day of April, 1921.

[illegible signature]

[illegible signature]

WE, the undersigned, duly elected inspectors of election of UNITED ARTISTS CORPORATION, a stock corporation, do hereby certify as follows:

That a meeting of the stockholders of said corporation was held on the 4th day of April, 1921, at 3 o'clock P.M., pursuant to due notice. That before entering upon the discharge of our duties, we were severally sworn, and the oath so taken by us is hereto annexed. That the result of the vote taken at such meeting for the election of directors of said corporation for the ensuing year was as follows:

NATHAN BURKAN	4000 votes
ALBERT H. T. BANZHAF	4000 "
HIRAM ABRAMS	4000 "
DENNIS F. O'BRIEN	4000 "
CHARLOTTE PICKFORD	4000 "

That the said Nathan Burkan, Albert H. T. Banzhaf, Hiram Abrams, Dennis F. O'Brien and Charlotte Pickford having received a plurality of the votes cast, were declared by us duly elected directors of said corporation for the ensuing year.

That the result of the vote taken at such meeting for the election of inspectors of election of said corporation, were as follows:

Paul N. Lazarus	20,000 votes
Mary W. Rusk	20,000 "

That said Paul N. Lazarus and Mary W. Rusk, having received a majority of all of the votes cast for inspectors of election were declared by us duly elected as such.

IN WITNESS WHEREOF, we have made and signed this certificate this Fourth day of April, 1921.

Paul N. Lazarus

Mary W. Rusk

KNOW ALL MEN BY THESE PRESENTS

THAT I, GLADYS MARY FAIRBANKS, professionally known as "MARY PICKFORD" do hereby constitute and appoint DENNIS F. O'BRIEN, to be my lawful attorney, substitute and proxy for me and in my name, to vote upon all the stock held by me in UNITED ARTISTS CORPORATION at the Annual Meeting of Stockholders of such corporation to be held on the 1st day of April, 1921, and at any adjourned meeting thereof, as fully and with the same effect as I might or could do were I personally present at such meeting, and I hereby revoke any proxy or proxies heretofore given by me to any person or persons whatsoever.

IN WITNESS WHEREOF I have hereunto set my hand and seal the 28th day of March, 1921.

In the Presence of: (L.S.)

Mary Pickford

KNOW ALL MEN BY THESE PRESENTS,

THAT I, DOUGLAS FAIRBANKS, do hereby constitute and appoint DENNIS F. O'BRIEN, to be my lawful attorney, substitute and proxy for me and in my name, to vote upon all the stock held by me in UNITED ARTISTS CORPORATION at the Annual Meeting of Stockholders of such corporation to be held on the 1st day of April, 1921, and at any adjourned meeting thereof, as fully and with the same effect as I might or could do were I personally present at such meeting, and I hereby revoke any proxy or proxies heretofore given by me to any person or persons whatsoever.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the 28th day of March, 1921

Douglas Fairbanks (L.S.)

In the Presence of:

W. Schenck

MINUTES OF THE REGULAR MEETING

OF THE

BOARD OF DIRECTORS

OF THE

UNITED ARTISTS CORPORATION

- - - - - - - - -

Held on April 4th, 1921, at 4 o'clock P. M.

PRESENT:

Hiram Abrams)
Albert H. T. Banshaf) Directors
Dennis F. O'Brien)
Nathan Burkan)

In Attendance:

M. E. Prager.

Mr. Abrams called the meeting to order and acted as Chairman, and Mr. Banshaf as Secretary.

The meeting proceeded to the election of officers.

It was regularly moved and seconded that the officers of the preceding year be re-elected for the ensuing year, as follows:

President	Hiram Abrams
Vice President and Counsel	Dennis F. O'Brien
Secretary	Albert H. T. Banshaf
Treasurer	Max E. Prager
Auditor and Comptroller	F. A. Beach

It was regularly moved and seconded that the compensation of the officers and directors for the ensuing year shall be the same as the previous year.

There being no further business the meeting was adjourned.

Albert H T Banshaf

Secretary.

MINUTES OF SPECIAL MEETING OF
BOARD OF DIRECTORS OF
UNITED ARTISTS CORPORATION
HELD SEPTEMBER 19,1921

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At a special meeting of the Board of Directors of United Artists Corporation held at the office of the corporation on the 9th floor of 729 Seventh Avenue, New York City, at 3:30 P.M. on Monday, September 19th, 1921.

PRESENT: Mr. Hiram Abrams
Dennis F. O'Brien
Mrs. Charlotte Pickford
Nathan Burkan, and
Albert H.T.Banzhaf

constituting the entire membership of the Board.

Mr. Douglas Fairbanks and Mrs. Mary Pickford Fairbanks were also in attendance during the meeting, being stockholders of the Corporation.

Mr. Hiram Abrams acted as Chairman and Mr. M.E. Prager acted as Secretary throughout.

Mr. Burkan presented to the meeting a proposition from William Randolph Hearst, through his representative, Mr. Moore, to distribute four pictures produced by Mr. Hearst, through one of his motion picture corporations, through the United Artists Corporation. The matter was fully discussed by all present, including Mr. and Mrs. Fairbanks, Mr. Banzhaf reported that David W. Griffith was in favor of the proposition and Mr. Burkan reported that Charlie Chaplin was in favor of the proposition, and the remaining stockholders, Mr. and Mrs. Fairbanks expressed their approval.

Upon motion duly made, seconded and unanimously adopted, it was

RESOLVED that Mr. Abrams and Mr. O'Brien be, and they hereby are authorized as a committee, to enter into a contract with William Randolph Hearst, or his agent, for the distribution of four pictures to be selected from all pictures that may be produced by Mr. Hearst personally, or incorporate form by the United Artists Corporation, the terms of which are to be approved by Mr. Abrams and Mr. O'Brien. Such contract shall contain a provision that all of the pictures produced by Mr. Hearst shall be first submitted to the members of the Board of Directors of this Corporation for their selection and approval. The terms of distribution are to be 75% to the owner of the picture and 25% to the United Artists Corporation of the receipts derived in the United States of America and 70% to the owner of the picture and 30% to the United Artists Corporation, or its allied corporations in all other countries. The extra negatives are to be delivered f.o.b. London, and all other charges to be prepaid by the owner of the picture.

The proposition from the Eastern Film Corporation requesting the United Artists Corporation to distribute its two reel subjects was rejected.

The request to contribute to the Globe in the promulgation of certain propaganda was also rejected.

The propositions to join with certain associations regarding uniform contracts for the releasing of all pictures was rejected.

Mr. O'Brien reported that Madame Nazimova, through her husband, Charles Bryant, attorney-in-fact for Madame Nazimova, was prepared to close a contract with the United Artists Corporation for the distribution of the next picture produced by Madame Nazimova.

Upon motion duly made, seconded and unanimously adopted, it was

RESOLVED: That the proposition of MADAME NAZIMOVA be duly accepted, and that Mr. O'Brien be and he hereby is authorized to enter into a contract with MADAME NAZIMOVA, through her authorized attorney-in-fact, for the release of her next picture through the United Artists Corporation, the terms of this agreement to be left to the discretion of Mr. O'Brien, and the form to be similar to that of the other artists' contracts, with the exception of the percentage arrangements.

The chairman presented a proposition for the distribution of "Down on the Farm" in foreign territory by the United Artists Corporation.

Upon motion duly made, seconded and unanimously adopted, it was

RESOLVED, that Mr. O'Brien is authorized to enter into any contracts for the distribution of said picture as Mr. Abrams may in his judgment deem advisable.

The proposition from Mr. Jennings of Mexico City to distribute the United Artists' pictures in Mexico was rejected.

Upon motion duly made, seconded and unanimously adopted, it was

RESOLVED, that the United Artists Corporation proceed to open exchanges and maintain offices and employees in Mexico, for the distribution of pictures distributed through the United Artists Corporation in the United States.

Upon motion duly made, seconded and unanimously adopted, it was

RESOLVED. that the United Artists Corporation arrange for the distribution of the pictures of the United Artists Corporation in South America, Japan, Australia and the Far East.

Mr. Abrams stated that in his opinion it would require additional capital to open these offices and he wished to know if each artist would contribute $5,000 toward the financing of these corporations. As two of the stockholders were present, the matter of financing the corporations for the distribution of pictures in foreign territory, was laid upon the table.

Mr. Danzhaf, representing David W. Griffith, was asked what were the plans of Mr. Griffith relative to the distribution of the motion picture that Mr. Griffith was now engaged in producing, namely, "The Two Orphans". Mr. Danzhaf stated as far as he knew Mr. Griffith expected to exhibit the picture in first-class theatres in certain centers for an advertising campaign and to establish value for the motion picture theatres. Mr. and Mrs. Fairbanks stated to the meeting very emphatically their opposition to any member of the United Artists Corporation being permitted to divert from his contract with United ,and that they had lived up to their contracts, and insisted upon the Board of Directors of the corporation compelling every person having a contract with the United Artists Corporation complying with that contract. It was the sense of the meeting that the proper officer of the corporation would enforce the contract with each artist, should any one of the artists seek to depart from his contract.

Mr. O'Brien then stated that it was the intention of the Corporation to file an application to do business in the State of Iowa, and upon motion duly made. seconded and unanimously adopted, it was

RESOLVED, that the proper officers of this corporation be and they are hereby authorized to make application on behalf of the Corporation to conduct business in the State of Iowa, and

FURTHER RESOLVED, that a certified copy of the articles of incorporation of this company be filed with the Secretary of the State of Iowa, with a request that a certificate be issued authorizing this company to transact business in the State of Iowa, it being understood and hereby agreed that the certificate or permit, when issued, shall be subject to, and subject this company to, all the provisions of the statutes of Iowa relative to corporations for pecuniary profit.

FURTHER RESOLVED, that service of process is hereby authorized to be made upon any of the officers or agents of this corporation, acting for or engaging in the transaction of its business within said state.

RESOLVED. further, that two of the principal officers of this company be, and they are hereby authorized and directed to do any and all things necessary to carry into effect the provisions of those resolutions, also to prepare and execute under oath, a statement showing the total authorized capital of this corporation, its paid-up capital, the total value of its assets now in use in the State of Iowa; also the estimated total amount to be in use in said state during the ensuing year.

RESOLVED, that George Cosson, a resident of Des Moines, Iowa, is hereby designated and appointed by this corporation as its agent on whom service of original notice of civil suit in the courts of the State of Iowa may be served in the manner provided in Senate File 413 of the Acts of the 39th General Assembly.

FURTHER RESOLVED, that the proper officers of this corporation be and they hereby are authorized to execute and deliver all necessary papers required to effectuate the purposes of the foregoing resolutions.

FURTHER RESOLVED, that the Secretary be and he hereby is authorized to certify the foregoing resolutions.

No further business coming before the meeting, the meeting duly adjourned.

Albert H Barnhart

Secretary

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS
OF
UNITED ARTISTS CORPORATION
Held November 2nd, 1921.

A special meeting of the Board of Directors of the United Artists Corporation was held at the office of the corporation on the 2nd day of November, 1921 at 4 P.M., pursuant to the provisions of the by-laws relative to the calling and holding of a special meeting.

PRESENT: HIRAM ABRAMS
ALBERT H.T.BANZHAF
NATHAN BURKAN
DENNIS F. O'BRIEN

Constituting a majority of the Board.

Mr. Max Prager was in attendance.

Mr. Abrams acted as Chairman of the meeting, and Mr. Banzhaf as Secretary.

A report was made upon the motion picture "IRON TRAIL".

Mr. Abrams stated to the Board that he desired to borrow the sum of $10,000 evidenced by his demand note to the corporation, same to be secured by percentages he is entitled to on contracts he has procured and will procure for which he has not been paid.

A resolution was made, seconded and unanimously adopted, that the Treasurer of the corporation loan to Mr. Abrams the aforesaid sum of $10,000 and deduct from his moneys to become due to him said loan.

Mr. Abrams made a report concerning the organization of the French corporation, to wit, Les Artistes Associes, Ste. Ame., and stated that the artists desired to own the stock of the corporation and requested the United Artists Corporation to pay to M[illegible] O'Brien, or in the manner he may direct, moneys required to pay for the subscriptions of the aforesaid artists and they, in turn, to reimburse the United Artists Corporation for such advances, and the

United Artists Corporation is authorized to deduct same from any moneys due or to become due each of said artists and request each artist for his subscription for said stock.

A letter from Mr. Guedella pertaining to the affairs of the Allied Artists Corporation, Ltd., was read and discussed, and a suggestion was made to Mr. Abrams to consider all of the points set forth in that letter with Mr. Guedella and Berman when he visited England, and report concerning same upon his return.

A motion was duly made, seconded and unanimously adopted that Mr. Abrams be authorized to employ two men to open up the Mexican territory and pay their expenses and transportation to Mexico and their living expenses in Mexico City for one month, and to determine the salary to be paid them for their services. Mr. O'Brien was authorized to prepare the necessary power of attorney for these gentlemen to act in Mexico.

Mr. Abrams reported that he had selected three men to go to Australia and they are prepared to market all the pictures that are marketed by the United Artists Corporation in the United States and Canada, in the Australasian territory.

Mr. O'Brien advised that a separate corporation be organized in Australia, and that contracts be entered into with the owners of the various pictures, and that the United Artists Corporation should receive a percentage for its services in procuring contracts for pictures for the Australian corporation and keeping accounts of the Australian business and all other details incidental to the same, as the producer of the motion picture in the United States would insist upon the foreign corporation having an office in New York City with which he might deal and be thoroughly acquainted with all matters pertaining to his business.

Mr. Abrams and Mr. O'Brien were empowered to proceed with the organization of the Australian corporation and the selection of its officers and employment of the men who are to represent it, and about its finances.

Mr. Prager, as Treasurer, made a financial report of the corporation showing that the corporation had a surplus from its earnings; whereupon, a motion was made, seconded and unanimously adopted that the 8% dividend on the preferred stock of the corporation, which is due the stockholders for the first year, be paid directly.

Mr. Abrams and Mr. O'Brien presented to the meeting the details concerning the proposal made by George Adams Woods of 10 State Street, Boston, Mass., for the erection and operation of a theatre on Washington Street, Boston. Mr. Abrams and Mr. O'Brien were designated as a committee to negotiate for same and report the results of their negotiations at the next meeting.

Mr. O'Brien stated he would prepare to go to Boston and make an examination of the property and see the principals within the next ten days, and he was directed to do so.

Mr. Abrams and Mr. O'Brien were directed to negotiate with the various artists for the purpose of extending the territory in which the United Artists Corporation or its affiliated corporations may distribute the pictures of the members of the United Artists Corporation.

No further business coming before the meeting, the meeting adjourned.

Albert H. Banzhaf
Secretary

MINUTES of the meeting of the Board of Directors of the UNITED ARTISTS CORPORATION held at the office of the Corporation No. 729 Seventh Avenue, New York City, at 3:30 P. M. on December 19th, 1921.

PRESENT, all of the directors: also in attendance:

Miss Mary Pickford, Mr. Douglas Fairbanks and Mr. M. E. Prager.

The question of the additional compensation to be paid to the Executives and Branch Managers for the year 1921, was fully considered, and a resolution was made, seconded and unanimously adopted, that the sum of $14,000 be distributed as additional compensation to the Executives and Branch Managers, to be paid in such proportions as the President, Mr. Abrams, recommended to the Board of Directors.

A resolution was made, seconded and unanimously adopted that the sum of $1028.00 as additional compensation be distributed among the home office employees.

Mr. Prager, as Treasurer, reported to the Board certain financial transactions that the corporation had with the Guaranty Trust Company of New York, relative to the endorsement of notes for the purpose of discounting same for the benefit of the United Artists Corporation, and a resolution was made, seconded and unanimously adopted authorizing and confirming the transactions of the officers of the corporation relative to the endorsing and discounting of notes to be credited to the account of the United Artists Corporation with the Guaranty Trust Company.

A further resolution was made, seconded and unanimously adopted, that the President or Treasurer is hereby authorized to

endorse notes received by the corporation on account of moneys owed the corporation from different customers, the same to be credited to the account of the corporation at such banks or trust companies with which the corporation has been authorized to do business by resolutions of the Board of Directors.

The question of Mr. Griffith or his corporation road-showing the motion picture entitled "ORPHANS OF THE STORM", based upon the dramatic composition entitled "TWO ORPHANS", was fully considered, and a resolution was made, seconded and unanimously adopted, that the proper officers of the corporation enter into a supplemental agreement modifying the existing contracts with the various artists, that is, Mary Pickford, Douglas Fairbanks, D. W. Griffith and Charles Chaplin, so that the right of each artist to exhibit any of the pictures produced by him, pursuant to their respective contracts with the United Artists Corporation, be not restricted to every fourth picture; that they be permitted to exercise that right on any or all of their pictures, providing, however, that the sole and exclusive right, license and privilege to market and turn to account the motion picture in the so-termed motion picture theatres granted to the United Artists Corporation, shall in no way be limited or abridged or defeated.

Mr. O'Brien reported in detail concerning the negotiations for acquiring a motion picture theatre in Boston, and a resolution was made, seconded and unanimously adopted that we do not proceed further with the matter at this time.

The question of marketing and turning to account the motion pictures of the artists in the Orient was considered, and the President was authorized and empowered to enter into contract

with George Hoosel or any other person or persons who might be deemed qualified to represent the corporation in the marketing of those pictures in the Orient.

Mr. O'Brien reported concerning the activities of detectives and employees of the corporation in trying to recover copies of motion pictures of the corporation stolen by motion picture thieves, Mr. Abrams having employed Mr. Hawkins at a salary of $150.00 per week to perform detective work relative to the prevention of stealing motion pictures and the capture of copies already stolen, and the procuring of evidence for the conviction of thieves. His action in so doing was approved by the unanimous vote of the Board of Directors.

Mr. Abrams was authorized to market and turn to account the Harry Lloyd pictures subject to the approval of Mr. Charles Chaplin, whose approval had not yet been received.

Mr. Abrams and Mr. O'Brien reported progress concerning the negotiation for the marketing of the Charles Ray pictures.

No further business coming before the meeting, the meeting adjourned.

Secretary

Scanned from the United Artists collection at the Wisconsin Center for Film and Theater Research.

Digitization and post-production completed in the University of Wisconsin-Madison's Department of Communication Arts, with funding from the Mary Pickford Foundation.

www.marypickford.org

www.mediahistoryproject.org